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<u>CERTIFICATE OF COMPLIANCE WITH LOCAL RULE 7.1</u>

I hereby certify that this Memorandum of Law contains 7,822 words, not including the signature text, this certification, or the certificate of service.

I have relied on the word count of Microsoft Office Word 2007 to make this certification, and I have applied it specifically to include all text, including headings, footnotes, and quotations.

I further certify that this Memorandum of Law is in 13 point Times New Roman font, and therefore complies with the type size limitation of Local Rule 7.1(f).

<u>/s/ Nicholas M. DePalma</u>
Nicholas M. DePalma